

McDERMOTT WILL & EMERY LLP  
James M. Sullivan (JS-2189)  
340 Madison Avenue  
New York, New York 10017  
Telephone: (212) 547-5400  
Facsimile: (212) 547-5444

*Counsel for The Timken Corporation*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11
	:
DELPHI CORPORATION, <u>et al.</u> ,	: Case No. 05-44481 (RDD)
	:
Debtors.	: (Jointly Administered)
	:
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**AMENDED NOTICE OF APPEARANCE AND  
DEMAND FOR SERVICE OF PLEADINGS**

PLEASE TAKE NOTICE that, by this amended notice of appearance ("Amended Notice of Appearance"), the firm listed below hereby appears in the above-captioned jointly administered cases under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") as counsel for The Timken Corporation ("Timken"), pursuant to Rules 2002, 9007, and 9010 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and sections 342 and 1109(b) of the Bankruptcy Code, and hereby requests that all notices given or required to be served in the above-captioned cases, whether written or oral, and all papers served in these cases be given to or served upon:

McDERMOTT WILL & EMERY LLP  
Counsel for The Timken Corporation  
Attention: James M. Sullivan (JS-2189)  
340 Madison Avenue

New York, New York 10017  
Telephone: (212) 547-5400  
Facsimile: (212) 547-5444  
Email: jmsullivan@mwe.com

and

Robert Morris  
The Timken Corporation BIC - 08  
1835 Dueber Ave. SW  
P.O. Box 6927  
Canton, OH 44706-0927

PLEASE TAKE FURTHER NOTICE that, pursuant to section 1109(b) of the Bankruptcy Code, this request includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, all orders, notices, applications, motions, petitions, pleadings, requests, complaints, demands, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, courier service, hand delivery, telephone, electronic or computer means, facsimile transmission, telegraph, telex, or otherwise that (1) affect the above captioned debtors (the "Debtors"), any property of the Debtors, or any property in which the Debtors hold an interest; and/or (2) affect or seek to affect in any way any rights or interest of any party in interest in these proceedings.

PLEASE TAKE FURTHER NOTICE that neither this Amended Notice of Appearance nor any subsequent appearance, pleading, claim, or suit is intended to waive (i) Timken's right to have final orders in non-core matters entered only after *de novo* review by the United States District Court; (ii) Timken's right to trial by jury in any proceeding so triable herein or in any other case, controversy, or proceeding related hereto; (iii) Timken's right to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal; or (iv) any other rights, claims, actions, defenses, setoffs, or recoupments to which Timken is or may be entitled under agreements, at law, or in equity, all of which rights, claims, actions,

defenses, setoffs, and recoupments Timken expressly reserves.

Dated: New York, New York  
May 24, 2006

Respectfully submitted,

McDERMOTT WILL & EMERY LLP

By: /s/ James M. Sullivan

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340 Madison Avenue  
New York, New York 10017  
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Facsimile: (212) 547-5444

*Counsel for The Timken Corporation*

**Served Upon:**

Kathleen Farrell  
Clerk of the Court  
United States Bankruptcy Court  
One Bowling Green, Sixth Floor  
New York, NY 10004-1408

John William Butler, Esq.  
Skadden, Arpps, Slate, Meagher & Flom, LLP,  
333 W. Wacker Drive, Suite 2100  
Chicago, IL 60606

Alicia M. Leonhard, Esq.  
Office of the U.S. Trustee  
33 Whitehall Street  
New York, NY 10004

Kayalyn A. Marafioti, Esq.  
Thomas J. Matz, Esq.  
Skadden, Arpps, Slate, Meagher & Flom, LLP  
Four Times Square  
New York, NY 10036

**CERTIFICATE OF SERVICE**

I certify under penalty of perjury pursuant to 28 U.S.C. §1746 that on June 7, 2006 I caused to be served upon the parties listed below a true and correct copy of the accompanying Amended Notice of Appearance and Demand for Service of Pleadings by First Class Mail:

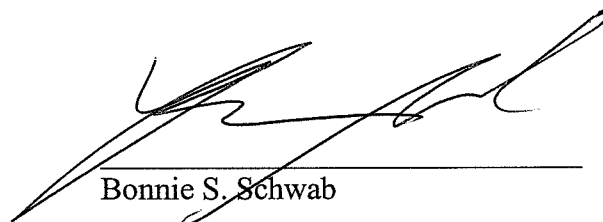
Kathleen Farrell  
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Skadden, Arps, Slate, Meagher & Flom LLP  
Four Times Square  
New York, NY 10036

Dated: New York, New York  
June 7, 2006



Bonnie S. Schwab